

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

ROQUETTE FRÈRES, )  
v. Plaintiff, ) C.A. No. 06-540 (KAJ)  
SPI PHARMA, INC. and DRYTEC LTD., )  
Defendants. )

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**PLAINTIFF'S REPLY TO SPI PHARMA, INC.'S COUNTERCLAIMS**

Plaintiff Roquette Frères hereby responds to each paragraph presented by SPI Pharma, Inc. in its counterclaims, as follows:

18. Admitted that this Court has authority to issue a declaratory judgment.

The remainder of this paragraph consists of conclusions of law to which no response is required.

19. Admitted.

20. Admitted.

21. Admitted.

22. This paragraph consists of conclusions of law to which no response is required.

23. Denied.

24. Denied.

**JURY TRIAL DEMAND**

25. Plaintiff Roquette Frères demands a trial by jury on all issues so triable.

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

*/s/ Benjamin J. Schladweiler*

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Dated: November 22, 2006  
546770

**CERTIFICATE OF SERVICE**

I, the undersigned, hereby certify that on November 22, 2006, I electronically filed the foregoing with the Clerk of the Court using CM/ECF which will send notification of such filing to the following:

John W. Shaw  
YOUNG, CONAWAY, STARGATT & TAYLOR  
The Brandywine Building  
1000 West Street, 17th Floor  
Wilmington, DE 19899-0391

Additionally, I hereby certify that true and correct copies of the foregoing were caused to be served on November 22, 2006 upon the following individuals in the manner indicated:

**BY E-MAIL**

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101 Park Avenue  
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*/s/ Benjamin J. Schladweiler*

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